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Attorneys for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS
IN SUPPORT OF REORGANIZED
DEBTORS' TWENTY-SECOND
SECURITIES CLAIMS OMNIBUS
OBJECTION (SECURITIES ADR NO
LIABILITY CLAIMS)**

**Response Deadline:
August 9, 2023, 4:00 p.m. (PT)**

Hearing Information If Timely Response Made:

Date: August 23, 2023

Time: 10:00 a.m. (Pacific Time)

Place: (Tele/Videoconference Appearances Only)

United States Bankruptcy Court

Courtroom 17, 16th Floor

San Francisco, CA 94102

1 I, Robb McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information, and belief:

4 1. I am a Partner and Managing Director at the firm of AlixPartners, LLP (“**AlixPartners**”),
5 which is an affiliate of both AlixPartners, LLC and AP Services, LLC, (“**APS**”). APS was previously
6 retained to provide interim management services to PG&E Corporation and Pacific Gas and Electric
7 Company, as debtors and reorganized debtors (collectively, the “**Debtors**,” and as reorganized pursuant
8 to the Plan, the “**Reorganized Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11**
9 **Cases**”). I submit this Declaration in support of the *Reorganized Debtors’ Twenty-Second Securities*
10 *Claims Omnibus Objection* (the “**Omnibus Objection**”), filed contemporaneously herewith.¹

11 2. In my current position, I am responsible for overseeing the bankruptcy case management
12 component of AlixPartners’ assignment to assist the Reorganized Debtors with various matters related
13 to these Chapter 11 Cases. My areas of responsibility includes the effort by AlixPartners, in coordination
14 with the Reorganized Debtors, to review and assess the validity of all claims asserted against the Debtors,
15 other than (a) Fire Claims and Subrogation Wildfire Claims, and (b) providing support with respect to
16 Securities Claims. I am generally familiar with the Reorganized Debtors’ day-to-day operations,
17 financing arrangements, business affairs, and books and records. Except as otherwise indicated herein,
18 all facts set forth in this Declaration are based upon my personal knowledge, the knowledge of other
19 AlixPartners professionals working under and alongside me on this matter, my discussions with the
20 Reorganized Debtors’ personnel and the Reorganized Debtors’ various advisors and counsel, and my
21 review of relevant documents and information. If called upon to testify, I would testify competently to
22 the facts set forth in this Declaration. I am authorized to submit this Declaration on behalf of the
23 Reorganized Debtors.

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25 _____
26 ¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the
27 Omnibus Objection.
28

1 3. The AlixPartners team under my supervision has been actively and intimately involved
2 in the claims review and reconciliation process. AlixPartners initially assisted the Debtors in the
3 preparation of their bankruptcy schedules based on the Debtors' books and records. AlixPartners is now
4 supporting, and will continue to support, the efforts of the Reorganized Debtors and their counsel to
5 resolve disputed claims, including by formal objections as necessary.

6 4. As part of the claims review and reconciliation process, the AlixPartners team, working
7 with the Reorganized Debtors' personnel and other professionals, has identified a number of filed Proofs
8 of Claim for which Claimants have not complied with the Securities ADR Procedures Order by failing
9 to respond to offers made pursuant to the Offer Procedures of the Securities ADR Procedures — even
10 after a significant number of reminders and outreach by the Reorganized Debtors and their advisors.

11 5. The Omnibus Objection is directed to Proofs of Claim identified in **Exhibit 1** to the
12 Omnibus Objection, in the column headed "Claims to Be Disallowed and Expunged," and referred to in
13 the Omnibus Objection as "Securities ADR No Liability Claims." **Exhibit 1** to the Omnibus Objection
14 was prepared by the AlixPartners team under my overall supervision, and I am familiar with the
15 document, its contents, and the process under which it was prepared.

16 6. The Reorganized Debtors sent each of the Claimants listed in **Exhibit 1** a Settlement
17 Offer pursuant to the Offer Procedures. After the Settlement Offers were issued, if a Claimant listed in
18 **Exhibit 1** set forth a telephone number in their proof of claim, AlixPartners attempted to contact each
19 such Claimant by phone to notify them of the Settlement Offer.² Of the Claimants listed in **Exhibit 1**,
20 AlixPartners was unable to complete a phone call to twenty-nine Claimants due to (a) those Claimants
21 either failing to provide a phone number on their proof of claim or (b) the phone number provided not
22 being in service. AlixPartners was also unable to leave a voicemail for a further eighteen Claimants.

23 ² AlixPartners did not attempt to contact three Claimants listed on **Exhibit 1** by telephone because, at
24 the time AlixPartners was preparing follow-up calls, these Claimants had already logged into the
25 Securities Claims Settlement Portal. These Claimants received follow up emails as described in
26 paragraph 7 of this declaration. As of July 7, 2023, although these three Claimants logged into the
27 Securities Claims Settlement Portal, these Claimants have not viewed their Settlement Offers, and have
28 not provided an acceptance, rejection, or counteroffer to the Settlement Offer.

1 7. AlixPartners further attempted to reach out to all Claimants listed in **Exhibit 1** by email
2 to inform them of the Settlement Offer. AlixPartners also attempted to contact each such Claimant by
3 email with a reminder of pendency of the Settlement Offer. AlixPartners provided at least one reminder
4 email regarding the pendency of the Settlement Offers to all Claimants listed in **Exhibit 1**. Of the
5 Claimants listed in **Exhibit 1**, one-hundred and eighty-two were sent at least three reminder emails on a
6 weekly basis. These weekly reminder emails provided each Claimant with detailed instructions on how
7 to respond to the Settlement Offer, including through the Securities Claims Settlement Portal, by email,
8 or by mail. The weekly reminder emails also notified each Claimant that the Securities ADR Procedures
9 Order requires the claimant to accept, reject, or make a counteroffer no later than thirty-five (35) days
10 of the mailing of the Offer Notice (the “**Settlement Response Deadline**”).

11 8. In accordance with the Securities ADR Procedures Order, the response to the Settlement
12 Offer must be received by the Reorganized Debtors by the Settlement Response Deadline. The
13 Reorganized Debtors did not receive an acceptance, rejection, or counteroffer by the Settlement
14 Response Deadline, or any time past that date, with respect to any of the Claims identified on **Exhibit 1**.

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19 *[Remainder of Page Intentionally Left Blank]*
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1 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and
2 correct to the best of my knowledge, information, and belief.

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4 Executed July 10, 2023 in Dallas, Texas.

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6 /s/ Robb McWilliams

7 Robb McWilliams

8 Managing Director
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